

Exhibit 2



AGENDA

BOARD OF DIRECTORS MEETING

Wednesday, November 1, 2000 at 9:30 am Pacific Time

**Park Hyatt
333 Battery Street
(corner of Battery and Clay)
San Francisco, CA
Exchange Room, 2nd Floor**

Conference Call Setup

**U.S. Dial In Number: (888) 422-7101
International Dial In Number: (608) 250-9281
Code: 496 238**

1. Minutes ratification of August 28, 2000 meeting (see attached draft)
2. Introduction of new Board member, Mark Hubscher – Richard Lang
3. Status of Financing Efforts– Richard Lang, Doug Glen
 - E*Offering – Richard Lang
4. Financial Reports; Quarterly Financials (Sept. 30, 2000) (see attached)
5. RealNetworks Status Report – Richard Lang, Doug Glen
6. Business Plan (see attached) – Doug Glen
7. SBC Trial Report – Mark Hubscher, Doug Glen
8. Other: (see attached Resolutions)
 - Extension of George Zraick's options – Doug Glen
 - Options adjustment for Dave Egan, VP Sales – Doug Glen
 - Appointment of two (2) new Trustees for 401(k) Plan
 - Discussion of S-8 – Richard Lang

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REGULAR MEETING OF THE BOARD OF DIRECTORS

November 1, 2000 9:30 AM

Pursuant to notice duly given, a Joint Meeting of the Directors of Burst.Com, Inc., a Delaware corporation ("Burst.Com") and the Directors of Burst.Com's wholly owned subsidiary, Explore Technology, Inc., an Arizona corporation ("Explore"), was held on Wednesday, November 1, 2000 and called to order at 9:30 am PDT.

The Board of Burst.Com and the Board of Explore are identical, each consisting of the following seven members: Richard Lang, John Micek III, Brian Murphy, Joseph Barletta, Doug Glen, Trevor Bowen, and Mark Hubscher. Board members present were Richard Lang, John Micek III, Joseph Barletta, Doug Glen, Trevor Bowen, and Mark Hubscher. Also present were Edward H. Davis, VP, Secretary, and General Counsel; John C. Lukrich, Chief Financial Officer; and Michael Klein, Outside Counsel.

1. Minutes Ratification of the August 28, 2000 Meeting:

The agenda item clarifying Doug Glen's and John Lukrich's options terms was changed to read as follows:

"The Board agreed to amend the terms of the incentive stock option grants offered to John Lukrich and Doug Glen in their letters of employment. The entire number of shares referenced in the letters of employment, 300,000 for Lukrich and 750,000 for Glen, will be granted as of the date of the letter. The vesting periods will remain as described in the letters of employment. Bonus shares, if any, will be granted and priced on the date that such bonuses are awarded."

Upon motion duly made, seconded and carried, it was RESOLVED that the Board hereby approves and accepts the minutes of the August 28, 2000 meeting, so revised, as accurate and complete.

2. New Board member, Mark Hubscher of SBC Communications, was introduced to the Board.
3. Status of financing efforts: Richard Lang and Doug Glen gave a status report on the current financing efforts.
4. Financial Report and Quarterly financials: John Lukrich reported on the current financial position and advised that a reduction in the burn rate was necessary. After discussion, the following motion was passed.

Upon motion duly made, seconded and carried, it was RESOLVED that the Board hereby authorizes the reduction of one-quarter of the current staff (16 employees), effective November 3, 2000. Terminated employees are to be given accrued vacation pay and two weeks' severance pay. In addition, the vesting schedule for their stock options is modified as follows:

Employees with stock options with less than one year of service, for whom their termination date is within 90 days of their annual vesting date (i.e., their one year anniversary date), will vest as if terminated on the date of that annual vesting date. (For example, an employee with 6,000 options vesting at 25% after one year (1,500), whose one year anniversary date is Dec. 1, 2000, will vest with one year's vesting rights (1,500 options).)

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Employees with less than one year of service with stock options for whom their termination date is more than 90 days from their first anniversary date will vest at the rate of one-third of the rate they would vest as if vesting had commenced pro rata on the date of their hire. (For example, an employee with 6 full months of service and 6,000 stock options, 1,500 of which would vest after one year of service, would vest one-third of a pro rata share of 750 shares, or 250 shares.)

Employees with more than one year of service and who have stock options that have already vested, will not receive any additional vesting rights beyond those afforded by their termination date.

The time to exercise options after termination shall be extended from 90 days to 6 months after their termination date, or 90 days after the effective registration date, if any, whichever is later.

The Board further authorizes additional staff reductions in the future, if necessary.

5. RealNetworks Status Report: After discussion, the following motion was passed.

Upon motion duly made, seconded and carried, it was RESOLVED that the Board hereby authorizes management to work with Brown & Bain, P.A. to pursue measures necessary to protect the Company's intellectual property against infringement.

6. Business Plan (see attached): Doug Glen presented the Business Plan prepared in October 2000.

7. SBC Trial: Report of the trial will be available within 30-60 days.

8. Other business:

- Extension of George Zraick's options:

Upon motion, duly made, seconded and carried, it was RESOLVED that the Board hereby approves the extension of the expiration date for options granted to George Zraick to June 30, 2001.

- Options adjustment for Dave Egan:

Upon motion, duly made, seconded and carried, it was RESOLVED that the Board hereby approves an additional grant of 100,000 options to Dave Egan to be priced as of December 19, 1999.

- Appointment of two (2) new Trustees for the 401(k) Plan: To replace former trustees, David Morgenstein and Craig Dahl, who are no longer employed by the Company.

Upon motion, duly made, seconded and carried, it was RESOLVED that the Board hereby approves the appointment of John C. Lukrich, CFO, and Ariane Bowes, Vice President, Administration, as Trustees of the Company's 401(k) Plan administered by The Standard Insurance, and that the name of the Plan be changed from Instant Video Technologies, Inc. to Burst.Com, Inc.

Board of Directors Meeting

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- Preparation and filing of S-1 and S-8:


Upon motion duly made, seconded and carried, it was RESOLVED that the Board hereby authorizes management to prepare and file the S-1 and S-8 at the earliest possible date.

A telephonic status conference will be held on [November 9], 2000.

There being no further business; the meeting upon motion was adjourned.

Dated: November 1, 2000.

Respectfully Submitted,



Edward H. Davis
Corporate Secretary, Vice President and General Counsel

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